

TOWNSEND AND TOWNSEND AND  
CREW LLP  
Eric P. Jacobs (State Bar No. 88413)  
Peter H. Goldsmith (State Bar No. 91294)  
Robert A. McFarlane (State Bar No. 172650)  
Igor Shoiket (State Bar No. 190066)  
Matthew R. Hulse (State Bar No. 209490)  
Two Embarcadero Center, 8th Floor  
San Francisco, CA 94111  
Tel: 415.576.0200  
Fax: 415.576.0300  
E-mail: epjacobs@townsend.com  
phgoldsmith@townsend.com  
ramcfarlane@townsend.com  
ishoiket@townsend.com  
mrhulse@townsend.com

Attorneys for Defendant and  
Counterclaimant  
FAIRCHILD SEMICONDUCTOR  
CORPORATION

MORGAN, LEWIS & BOCKIUS LLP  
Daniel Johnson, Jr. (State Bar No. 57409)  
Brett M. Schuman (State Bar No. 189247)  
Amy M. Spicer (State Bar No. 188399)  
One Market, Spear Street Tower  
San Francisco, CA 94105-1126  
Tel: 415.442.1000  
Fax: 415.442.1001  
E-mail: djjohnson@morganlewis.com  
bschuman@morganlewis.com  
aspicer@morganlewis.com

MORGAN, LEWIS & BOCKIUS LLP  
Andrew J. Wu (State Bar No. 214442)  
2 Palo Alto Square  
3000 El Camino Real, Suite 700  
Palo Alto, CA 94306-2122  
Tel: 650.843.4000  
Fax: 650.843.4001  
E-mail: awu@morganlewis.com

Attorneys for Plaintiffs and  
Counterdefendants  
ALPHA & OMEGA SEMICONDUCTOR,  
INC.  
ALPHA & OMEGA SEMICONDUCTOR,  
LTD.

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

ALPHA & OMEGA SEMICONDUCTOR,  
INC., a California corporation; and  
ALPHA & OMEGA SEMICONDUCTOR,  
LTD., a Bermuda corporation,

Plaintiffs and Counterdefendants,

v.

FAIRCHILD SEMICONDUCTOR  
CORP., a Delaware corporation,

Defendant and Counterclaimant.

AND RELATED COUNTERCLAIMS

Case No. C 07-2638 JSW (EDL)  
(Consolidated with Case No. C 07-2664 JSW)

**STIPULATION AND [PROPOSED]  
ORDER REGARDING DISCLOSURE OF  
AOS CONFIDENTIAL INFORMATION  
TO PAUL CLIFTON**

**STIPULATION**

WHEREAS Alpha & Omega Semiconductor, Inc., Alpha & Omega Semiconductor, Ltd. (collectively "AOS") and Fairchild Semiconductor Corporation ("Fairchild") are parties to the above captioned matters;

WHEREAS Fairchild desires to disclose to Dr. Paul Clifton information AOS has designated as "Highly Confidential -- Attorneys' Eyes Only" and/or "Confidential" (collectively, "AOS confidential information"), pursuant to Section 7 of the Protective Order issued by the Court on August 2, 2007 (the "Protective Order"), and Fairchild provided notice to AOS of its intention to do so pursuant to Section 7.4(a) of the Protective Order;

WHEREAS, AOS objected to the disclosure of its confidential information to Dr. Clifton pursuant to Section 7.4(b) of the Protective Order, based on AOS's belief that its confidential information could be used for the benefit of an IP development and licensing company which employs Dr. Clifton;

WHEREAS the parties have reached an agreement on the following terms, in addition to those set forth in the Protective Order, on which Dr. Clifton may have access to AOS confidential information:

Until three (3) years have passed after the earlier of (1) the conclusion of this litigation or (2) the last day on which AOS confidential information is disclosed to Fairchild:

- (a) Dr. Clifton will only have access to AOS confidential information regarding the technical design, manufacture, or operation of AOS's low-voltage (*i.e.*, 200V or less) trench power MOSFET devices. Dr. Clifton will be prohibited from reviewing any information that does not concern these products, including but not limited to AOS confidential information concerning high-voltage (*i.e.*, more than 200V) or planar products. Dr. Clifton will also be prohibited from reviewing any information relating to the use of SiGe in any power MOSFET device;
- (b) Dr. Clifton will not have access to any AOS confidential information regarding AOS's agreements with its foundries, including without limitation the terms of agreements with foundries or assembly sub-contractors, including but not limited to wafer pricing and quantities, and volumes for any foundry manufacturing;
- (c) Dr. Clifton will abstain from any involvement in consulting, directing, managing or other professional activities—including but not limited to research, product development, engineering, manufacturing activities, or intellectual property development—relating to low-voltage trench power MOSFET products and technology, except that Dr. Clifton shall be allowed to consult on this litigation for Fairchild;

1 (d) Dr. Clifton will abstain from being a named inventor on or otherwise authoring or  
2 participating in the drafting, filing, or prosecution of any patent application in the  
3 field of low-voltage trench power MOSFET technology; and

4 (e) Dr. Clifton will abstain from authoring any paper or publication in the field of low-  
5 voltage trench power MOSFET technology.

6 WHEREAS, Fairchild reserves the right in the future to request that Dr. Clifton be  
7 permitted to access AOS confidential information not addressed in the agreement set forth above;

8 IT IS THEREFORE STIPULATED by and between the parties, through their undersigned  
9 counsel of record that Fairchild and Dr. Clifton will comply with the above terms, in addition to  
10 those set forth in the Protective Order, regarding Dr. Clifton's access to AOS confidential  
11 information.

12 ///////////////  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26  
27  
28

1 IT IS SO AGREED AND STIPULATED.

2  
3 Dated: August 22, 2008

TOWNSEND AND TOWNSEND AND  
CREW LLP

4  
5 By: /s/ Leonard J. Augustine, Jr.  
6 Leonard J. Augustine, Jr.  
7 Attorneys for Defendant and  
8 Counterclaimant  
9 FAIRCHILD SEMICONDUCTOR  
10 CORPORATION

11  
12 Dated: August 22, 2008

MORGAN, LEWIS & BOCKIUS LLP

13 By: /s/ Andrew J. Wu  
14 Andrew J. Wu  
15 Attorneys for Plaintiffs and  
16 Counterdefendants  
17 ALPHA & OMEGA  
18 SEMICONDUCTOR, LTD., AND  
19 ALPHA & OMEGA  
20 SEMICONDUCTOR, INC.  
21  
22  
23  
24  
25  
26  
27  
28

**[PROPOSED] ORDER**

Pursuant to the parties' stipulation set forth above,

**IT IS SO ORDERED.**

Dated: Augut 27, 2008



1 Pursuant to General Order No. 45, Section X(B) regarding signatures, I, Leonard J.  
2 Augustine, Jr., attest that concurrence in the filing of this document has been obtained from each  
3 of the other signatories. I declare under penalty of perjury under the laws of the United States of  
4 America that the foregoing is true and correct. Executed this 22nd day of August, 2008, at San  
5 Francisco, California.

6 /s/ Leonard J. Augustine, Jr.

7 Leonard J. Augustine, Jr.  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26  
27  
28